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KRISTIN K. MAYES, CHAIRMAN CORP COMMISSION **GARY PIERCE**

PAUL NEWMAN SANDRA D. KENNEDY

IN THE MATTER OF THE JOINT

OF TRANSFER OF ASSETS AND

COMMISSIONERS

BOB STUMP

AND NECESSITY

DOCKET CONTROL

Arizona Corporation Commission DOCKETED APR 3 0 2010

DOCKETED BY

APPLICATION OF EAST SLOPE WATER COMPANY, INC.; INDIADA WATER COMPANY, INC.; and ANTELOPE RUN WATER COMPANY FOR APPROVAL CERTIFICATES OF CONVENIENCE

Docket No W-01906A-10-0171 W-02031A-10-0171 Docket No W-02327A-10-0171 Docket No

JOINT APPLICATION FOR APPROVAL OF TRANSFER OF ASSETS AND CERTIFICATES OF CONVENIENCE AND NECESSITY

Pursuant to Arizona Corporation Commission ("Commission") rules and procedures, East Slope Water Company, Indiada Water Company, and Antelope Run Water Company ("Companies" or "Applicants"), hereby jointly submit the Application for Approval of the Transfer of Assets and Certificates of Convenience and Necessity (CC&Ns) of Antelope Run Water Company and Indiada Water Company to East Slope Water Company. If this Application is approved, these three water companies will be consolidated into one entity, the East Slope Water Company, an Arizona corporation (a C-Corp).

These systems are in close proximity to each other in Sierra Vista, Arizona. All three of these Companies are ewned and/or closely held by Bob Watkins and his family.

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1	Further, all three of these Companies are managed and operated by Southwestern Utility		
2	Management, Inc. Consistent with Commission policy, the Companies' owners and		
3			
4	managers believe that consolidating these systems into one entity will allow the		
5	Companies to save money by operating more efficiently and consequently is in the best		
6	interest of the customers.		
7	<u>APPLICATION</u>		
8			
9	A. The names, addresses and telephone numbers of the Applicants are:		
10	East Slope Water Company		
11	P.O. Box 85160 Tucson, Arizona 85754		
12	(520) 623-5172		
13	Ludia da Watay Company		
14	Indiada Water Company P.O. Box 85160		
15	Tucson, Arizona 85754		
16	(520) 623-5172		
17	Antelope Run Water Company		
18	P.O. Box 85160 Tucson, Arizona 85754		
19	(520) 623-5172		
20	B. If doing business under a name other than the Applicant name specify:		
21			
22	Not Applicable.		
23	C. The Applicants are held as follows:		
24	East Slope Water Company, an Arizona C-Corp		
25	Indiada Water Company, an Arizona S-Corp		
26			
27	Antelope Run Water Company, held by East Slope Water Company and/or Bob Watkins		
28			

	1	
1	D.	List the name, address and telephone number of the attorney for the Applicant:
2	į.	Steve Wene
3	:	Moyes Sellers & Sims
4		1850 N. Central Avenue, Ste. 1100 Phoenix, Arizona 85004
5		(602) 604-2189
6	E.	List the name, address and telephone number of the management contact:
7		D
8		Bonnie O'Connor Southwestern Utility Management, Inc.
9		P.O. Box 85160
10		Tucson, Arizona 85754 (520) 623-5172
11		The state of the Development of the state of
12	F.	The name, address and <u>telephone number</u> of the <u>Purchaser/transferee</u> is:
13		East Slope Water Company P.O. Box 85160
14	3	Tucson, Arizona 85754
15		(520) 623-5172
16	G.	List the name and telephone number of the purchaser's/transferee's representative
17		Bonnie O'Connor
18		Southwestern Utility Management, Inc.
19		P.O. Box 85160 Tucson, Arizona 85754
20		(520) 623-5172
21	 _{H.}	The Purchaser is an:
22]] 11.	The Turchaser is air.
23		Arizona Corporation (C-Corp).
24	I.	The purpose for the sale is due to:
25		Consolidate the Companies to become more cost efficient through economies
26		of scale and reduced administration.
27	$\ _{\mathbf{J}}$	Provide a copy of the following documents:
28		
		1. Sales or purchase agreement

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The intent is to merge the Companies with East Slope Water Company, Inc., continuing to exist. The articles of merger will be filed with the Commission if and when the Commission approves the transfer. Therefore, a purchase agreement is not necessary. However, the Companies will provide the Commission written documentation of the intent to merge or transfer is requested.

2. Court order (if condemnation)

Not Applicable.

3. Corporate Resolution authorizing the liquidation of the assets, if required by the Articles of Incorporation

To be late filed.

- K. Have all customer security deposits been refunded?
 - No. All security deposits will be transferred to the Purchaser for refund pursuant the current terms and conditions.
- L. Are there any refunds due on Main Extension Agreements?
 - Any and all refunds due now or in the future will be transferred to the Purchaser for refund pursuant the agreement's terms and conditions.
- M. Are there any refunds due on meter and service line installations?
 - Yes, and any and all refunds due now or in the future will be transferred to the Purchaser for refund pursuant the applicable terms and conditions.

DATED April 30, 2010.

MOYES SELLERS & SIMS

Steve Mano.

Steve Wene

1850 North Central Avenue, Suite. 1100

Phoenix, AZ 80004

(602) 604-2189

Original and **thirteen** copies filed April 30, 2010, with:

Docket Control Arizona Corporation Commission 1200 West Washington Phoenix, Arizona 85007

Donnelly Herbert